

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

SALEM HARBOR POWER DEVELOPMENT LP
(f/k/a Footprint Power Salem Harbor Development LP),
et al.,

Debtors.¹

Chapter 11

Case No. 22-10239 (MFW)

(Jointly Administered)

Salem Harbor Power Development LP,

Plaintiff,

- against -

Adv. Pro. No. 22-50347 (MFW)

Iberdrola Energy Projects, Inc.,

Defendant.

**NOTICE OF *AMENDED*² AGENDA OF MATTERS SCHEDULED FOR
HEARING ON JUNE 30, 2022 AT 10:30 A.M. (ET)**

ZOOM INSTRUCTIONS:

The remote hearing will be conducted entirely over Zoom and requires all participants to register in advance. COURTCALL WILL NOT BE USED FOR THIS HEARING.

Please use the following link to register for this hearing:

<https://debuscourts.zoomgov.com/meeting/register/vJIsfumgrj8oGf19eST2FZNdxnIufaxdm4A>

After registering your appearance by Zoom, you will receive a confirmation email containing information about joining the hearing.

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Salem Harbor Power Development LP (f/k/a Footprint Power Salem Harbor Development LP) (1360); Highstar Salem Harbor Holdings GP, LLC (f/k/a Highstar Footprint Holdings GP, LLC) (2253); Highstar Salem Harbor Power Holdings L.P. (f/k/a Highstar Footprint Power Holdings L.P.) (9509); Salem Harbor Power FinCo GP, LLC (f/k/a Footprint Power Salem Harbor FinCo GP, LLC) (N/A); Salem Harbor Power FinCo, LP (f/k/a Footprint Power Salem Harbor FinCo, LP) (9219); and SH Power DevCo GP LLC (f/k/a Footprint Power SH DevCo GP LLC) (9008). The location of the Debtors' service address is: c/o Tateswood Energy Company, LLC, 480 Wildwood Forest Drive, Suite 475, Spring, Texas 77380.

² *Amended items appear in bold and italics.*

MATTERS GOING FORWARD

1. Debtors' Motion for Entry of an Order (A) Approving the Adequacy of the Disclosure Statement; (B) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Debtors' Joint Chapter 11 Plan; (C) Approving the Forms of Ballots and Notices in Connection Therewith; (D) Scheduling Certain Dates with Respect Thereto; and (E) Granting Related Relief [[D.I. 130](#); 4/20/22]

Related Pleadings:

- a) Joint Chapter 11 Plan of Salem Harbor Power Development LP and Its Debtor Affiliates [[D.I. 128](#); 4/20/22]
- b) Disclosure Statement for Joint Chapter 11 Plan of Salem Harbor Power Development LP and Its Debtor Affiliates [[D.I. 129](#); 4/20/22]
- c) Notice of Disclosure Statement Hearing [[D.I. 131](#); 4/20/22]
- d) Notice of Rescheduled Disclosure Statement Hearing [[D.I. 170](#); 5/16/22]
- e) Notice of Election to Pursue Standalone Restructuring [[D.I. 263](#); 6/24/22]
- f) [Modified] Joint Chapter 11 Plan of Salem Harbor Power Development LP and Its Debtor Affiliates [[D.I. 270](#); 6/27/22]
- g) Disclosure Statement for [Modified] Joint Chapter 11 Plan of Salem Harbor Power Development LP and Its Debtor Affiliates [[D.I. 271](#); 6/27/22]
- h) Notice of Filing of Blacklined Versions of (I) Joint Chapter 11 Plan of Salem Harbor Power Development LP and Its Debtor Affiliates, and (II) Disclosure Statement for Joint Chapter 11 Plan of Salem Harbor Power Development LP and Its Debtor Affiliates [[D.I. 272](#); 6/27/22]
- i) Notice of Filing of Revised Proposed Order (A) Approving the Adequacy of the Disclosure Statement; (B) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Debtors' Joint Chapter 11 Plan; (C) Approving the Forms of Ballots and Notices in Connection Therewith; (D) Scheduling Certain Dates with Respect Thereto; and (E) Granting Related Relief [[D.I. 273](#); 6/27/22]
- j) Debtors' Omnibus Reply to Objections to Debtors' Disclosure Statement and Disclosure Statement Motion [[D.I. 275](#); 6/27/22]

(k) Statement by the Prepetition Agent in Support of the Debtors' Omnibus Reply to Objections to Debtors' Disclosure Statement and Disclosure Statement Motion [[D.I. 276](#), 6/27/22]

Objection Deadline: June 23, 2022 at 4:00 p.m. (ET)

Objections/Informal Responses:

l) United States Trustee's Objection to the Debtors' Motion for Entry of an Order (A) Approving the Adequacy of the Disclosure Statement; (B) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Debtors' Joint Chapter 11 Plan; (C) Approving the Forms of Ballots and Notices in Connection Therewith; (D) Scheduling Certain Dates with Respect Thereto; and (E) Granting Related Relief [[D.I. 260](#); 6/23/22]

m) Objection by Creditor Iberdrola Energy Projects Inc. to (I) Disclosure Statement for Joint Chapter 11 Plan of Salem Harbor Power Development LP and Its Debtor Affiliates [Docket No. 129] and (II) Debtors' Motion for Entry of an Order (A) Approving the Adequacy of the Disclosure Statement; (B) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Debtors' Joint Chapter 11 Plan; (C) Approving the Forms of Ballots and Notices in Connection Therewith; (D) Scheduling Certain Dates with Respect Thereto; and (E) Granting Related Relief [Docket No. 130] [[D.I. 261](#); 6/23/22]

n) [SEALED] Declaration of Thomas Watson in Support of Objection by Creditor Iberdrola Energy Projects Inc. to (I) Disclosure Statement for Joint Chapter 11 Plan of Salem Harbor Power Development LP and Its Debtor Affiliates [Docket No. 129] and (II) Debtors' Motion for Entry of an Order (A) Approving the Adequacy of the Disclosure Statement; (B) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Debtors' Joint Chapter 11 Plan; (C) Approving the Forms of Ballots and Notices in Connection Therewith; (D) Scheduling Certain Dates with Respect Thereto; and (E) Granting Related Relief [Docket No. 130] [[D.I. 262](#); 6/23/22]

o) Informal responses from various third parties.

Additional Related Pleadings:

p) ***Disclosure Statement for [Modified] Joint Chapter 11 Plan of Salem Harbor Power Development LP and Its Debtor Affiliates [[D.I. 281](#); 6/29/22]***

q) *Notice of Filing of Blacklined Versions of Disclosure Statement for Joint Chapter 11 Plan of Salem Harbor Power Development LP and Its Debtor Affiliates [D.I. 282; 6/29/22]*

Status: The Debtors have resolved all informal responses *and the objection filed by Iberdrola Energy Project Inc. (Item (m), above) by incorporating agreed-upon language into the modified disclosure statement listed as Item (p), above.* This matter is going forward.

2. Pretrial Conference with Respect to Complaint for Lien Avoidance [[D.I. 181](#); 5/17/22; [Adv. D.I. 1](#); 5/17/22]

Related Pleadings:

a) Summons and Notice of Pretrial Conference in an Adversary Proceeding [[Adv. D.I. 2](#); 5/17/22]

b) Certification of Counsel Regarding Proposed Scheduling Order [[Adv. D.I. 5](#); 6/27/22]

c) *Certification of Counsel Regarding Scheduling Order for Adversary Proceeding [[Adv. D.I. 7](#), 6/29/22]*

Response Deadline: June 16, 2022 at 4:00 p.m. (ET)

Objections/Informal Responses:

d) Defendant's Answer and Affirmative Defenses to Plaintiff's Complaint for Lien Avoidance [[Adv. D.I. 4](#); 6/16/22]

Status: *The parties have submitted competing scheduling orders.* This matter is going forward as a scheduling conference pursuant to L.R. 7016-1.

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Dated: June 30, 2022
Wilmington, Delaware

Respectfully submitted,

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Andrew L. Magaziner

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- and -

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